

October 16, 2005

Skadden, Arps, Slate, Meagher & Flom LLP Attn: John K. Lyons, Esq. Attn: Allison Verderber Herriott, Esq. 333 West Wacker Drive, Suite 2100 Chicago, Illinois 60606	VIA FACSIMILE to (312) 407-0411 with Exhibit A and e-mail to jlyonsch@skadden.com with Exhibits A and B
Delphi Corporation World Headquarters 5725 Delphi Drive Troy, Michigan 48098-2815	VIA FACSIMILE to (248) 813-2499) with Exhibit A

RE: Reclamation Demand by **L and S Tools, Inc.** (the "Reclamation Notice")
Bankruptcy Petition filed by Delphi Corporation, et al., Case No.05-44481 (AJG) ,
Southern District of New York

Dear Sir/Madame:

It has come to our attention that the above-referenced debtors (the "Debtor") have filed for protection under Title 11 of the United States Code. Pursuant to Section 2-702 of the Uniform Commercial Code, and in accordance with Section 546(c) of the United States Bankruptcy Code, L and S Tools, Inc. ("L and S") hereby demands reclamation of the goods received by the Debtor during the statutory reclamation period.

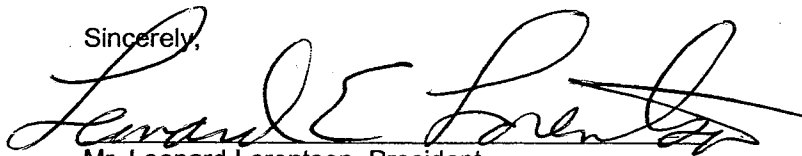
The demand specifically includes but is not limited to goods identified on the records annexed hereto. The records annexed hereto reflect unpaid invoices **totaling \$201,080.63**. In light of your recent bankruptcy filing, you are further notified that all goods subject to our right of reclamation must be protected and segregated by you and shall not be used for any purpose whatsoever except those specifically authorized following notice and a hearing by the bankruptcy court.

L and S further reserves the right to amend and supplement this Reclamation Notice (including filing additional evidence in support of this Reclamation Notice) or to file additional reclamation notices or claims; including without limitation, all other claims at law or in equity. L and S also reserves all rights accruing to it, and the filing of this Reclamation Notice is not intended to be and shall not be construed as: (1) an election of remedy; (2) a waiver of any past, present, or future defaults or events of default; or (3) a waiver or limitation of any rights of L and S.

Please acknowledge receipt of L and S's reclamation and payment demand by signing and dating this letter where indicated below and returning it to me by telecopier, **(765) 452-7940**. My telephone number is (765) 452-4425.

Thank you for your anticipated cooperation.

Sincerely,



Mr. Leonard Lorentson, President
L and S Tools, Inc.

.....
PLEASE SIGN AND FAX TO (765) 452-7940 .

Receipt acknowledged this _____ day of _____, 2005, at _____m.

Name: _____

Printed: _____

Title: _____

Page Two of Two

Reclamation Demand Letter Dated October 16, 2005
to Delphi Corporation LLC et al.

MEMORY TRANSMISSION REPORT

TIME : OCT-17-2005 05:09PM
TEL NUMBER : +3176845173
NAME : BOSE McKINNEY EVANS

FILE NUMBER : 430
DATE : OCT-17 05:07PM
TO : 877#1#10#13124070411#
DOCUMENT PAGES : 004
START TIME : OCT-17 05:07PM
END TIME : OCT-17 05:09PM
SENT PAGES : 004
STATUS : OK

FILE NUMBER : 430

*** SUCCESSFUL TX NOTICE ***

**BOSE
McKINNEY
& EVANS LLP**
ATTORNEYS AT LAW

Jeannette Eisan Hinshaw
Downtown Office
Direct Dial (317) 684-5296
Direct Fax (317) 223-0296
E-Mail: JHinshaw@boselaw.com

FAX COVER SHEET

Date: 10/17/05 Time: _____
From: Jeannette Eisan Hinshaw Phone: (317) 684-5296
To: Skadden Arps Slate Meagher & Flom LLP Facsimile: (312) 407-0411
User No. 877 Client/Matter No. L&S/Delphi Return to JEH
No. of pages transmitted (including cover sheet): _____ Operator's Initials _____

MESSAGE:

If you experience any problems in receiving any of these pages, please call the Copy Center as soon as possible at 317-684-5144. Thank you.

656596

MEMORY TRANSMISSION REPORT

TIME : OCT-17-2005 05:35PM
TEL NUMBER : +3176845173
NAME : BOSE McKINNEY EVANS

FILE NUMBER : 433
DATE : OCT-17 05:28PM
TO : 877#1#10#12488132499#
DOCUMENT PAGES : 004
START TIME : OCT-17 05:28PM
END TIME : OCT-17 05:35PM
SENT PAGES : 004
STATUS : OK

FILE NUMBER : 433

*** SUCCESSFUL TX NOTICE ***

**BOSE
McKINNEY
& EVANS LLP**
ATTORNEYS AT LAW

Jeannette Eisan Hinshaw
Downtown Office
Direct Dial (317) 684-5296
Direct Fax (317) 223-0296
E-Mail: JH-Hinshaw@boselaw.com

FAX COVER SHEET

Date: 10/17/05

Time:

From: Jeannette Eisan Hinshaw

Phone: (317) 684-5296

To: Delphi Corporation

Facsimile: (248) 813-2499

User No. 877 Client/Matter No. L&S/Delphi

Return to JEH

No. of pages transmitted (including cover sheet):

Operator's initials

MESSAGE:

If you experience any problems in receiving any of these pages, please call the Copy Center as soon as possible at 317-684-5144. Thank you.

656627

DELPHI PACKARD ELECTRIC

Invoice #	Date Inv.	Invoice total
1655	10-4-05	\$ 92,776.75
1656	10-4-05	60,948.50
1657	10-4-05	47,355.38
L & S TOOLS, INC. TOTAL		<u>\$ 201,080.63</u>

L & S TOOL
 1002 Sawmill Lane
 Brookhaven, MS 39601

Page 1 of 3

Invoice

Customer No.: DELPHI
 Invoice No.: 1655

Bill To: **DELPHI PACKARD ELECTRIC**
 1001 INDUSTRIAL DRIVE
 CLINTON, MS 39056

Ship To: **DELPHI PACKARD ELECTRIC**
 PLANT 23
 BROOKHAVEN IND.PARK
 BROOKHAVEN, MS 39601

Date		Ship Via		F.O.B.		Terms	
10/04/05				2nd Month 2nd Day			
Purchase Order Number			Order Date	Sales Person			Our Order Number
P2B01746			10/04/05		Sept.2005		
Quantity			Item Number	Description	Unit Price	Amount	
Required	Shipped	B.O.					
Labor and Material Charges for Sept.2005							
1	1		1	SER1228 Premo Mold Material	1502.23	1502.23	
704.47	704.47		2	SER1229 Service, Apprentice	33.957	23921.69	
659.24	659.24		3	SER1230 Service, Supervisor	48.51	31979.73	
857.8	857.8		4	SER1231 Service, Journeyman	41.237	35373.10	
Invoice subtotal						92776.75	
Invoice total						92776.75	

Thank You

**Ship To: DELPHI PACKARD ELECTRIC
PLANT 23
BROOKHAVEN IND.PARK
BROOKHAVEN, MS 39601**

Date		Ship Via		F.O.B.		Terms		
10/04/05				2nd Month 2nd Day				
Purchase Order Number			Order Date		Sales Person		Our Order Number	
P2B01746			10/04/05		Sept.2005			
Quantity		Item Number	Description	Unit Price	Amount			
Required	Shipped					B.O.		
Labor and Material Charges for Sept.2005								
1	1	01	SER1228 Insert Mold/Bussed Electrical Molding Material	2898.91	2898.91			
225.26	225.26	02	SER1229 Service, Apprentice	33.957	7649.15			
477.88	477.88	03	SER1230 Service, Supervisor	48.51	23181.96			
660.05	660.05	04	SER1231 Service, Journeyman	41.237	27218.48			
Invoice subtotal					60948.50			
Invoice total					60948.50			

Thank You

Customer No.: DELPHI
Invoice No.: 1657

Bill To: DELPHI PACKARD ELECTRIC
1001 INDUSTRIAL DRIVE
CLINTON, MS 39056

Ship To: DELPHI PACKARD ELECTRIC
PLANT 23
BROOKHAVEN IND.PARK
BROOKHAVEN, MS 39601

Date		Ship Via		F.O.B.		Terms	
10/04/05				2nd Month 2nd Day			
Purchase Order Number		Order Date		Sales Person		Our Order Number	
P2B01746		10/04/05		Sept.2005			
Quantity		Item Number	Description	Unit Price	Amount		
Required	Shipped						B.O.
Labor and Material Charges for Sept.2005							
1	1	001	SER1228 LSR Molding Material	4381.84	4381.84		
724.01	724.01	002	SER1229 Service, Apprentice	33.957	24585.21		
206.26	206.26	003	SER1230 Service, Supervisor	48.51	10005.67		
203.28	203.28	004	SER1231 Service, Journeyman	41.237	8382.66		
Invoice subtotal					47355.38		
Invoice total					47355.38		

Thank You